

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

DPH HOLDINGS CORP., *et al.*,  
Reorganized Debtors.

Chapter 11

Case No. 05-44481 (RDD)  
(Jointly Administered)

**DECLARATION OF JOHN BROOKS**

John Brooks declares, under penalty of perjury, as follows:

1. I submit this declaration in support of the Reorganized Debtors' Omnibus Response To Defendants' Submissions And Oppositions To Motion For Leave To Amend Based On October 22, 2009 Supplemental Postconfirmation Extension Of Avoidance Action Service Deadline Motion (the "Response") in certain preference actions filed in the above-captioned chapter 11 proceedings (the "Chapter 11 Cases"). Capitalized terms not otherwise defined in this declaration have the meanings ascribed to them in the Response.

1. Except as otherwise indicated, all facts set forth in this declaration are based upon my personal knowledge and my review of relevant documents and data.

2. Since October 6, 2009, I have served as the President of DPH Holdings Corp., on behalf of itself and each of the company's subsidiaries in their capacities as reorganized debtors and on behalf of the chapter 11 estates being administered by DPH Holdings Corp. (collectively, "DPH").

3. In my position as President, I have had, and continue to have, responsibility for administering, and otherwise overseeing, the prosecution of preserved preference claims for the benefit of the chapter 11 estates.

4. Following my appointment as President of DPH, I became aware that 177 preference claims ("Preference Actions") had been preserved; that such actions had been filed under seal and that an order had been entered by the Court that extended the time in which DPH could serve the Preference Action summonses and complaints.

5. I reviewed the Preference Actions with the information that was available to me, which included one or more meetings with individuals who had knowledge of these claims. My review also included review of information and consultation with individuals on the potential claim value of each preserved action. Following my review, I made the business decision that it was in the best interest of DPH to proceed with all Preference Actions.

I declare under penalty of perjury pursuant to 28 U.S.C. § 1746 that the foregoing is true and correct.

Executed on August 3, 2011.

A handwritten signature in black ink, appearing to be "JB" with a large loop, positioned above a horizontal line.

John Brooks